

EXCEL FORCE MSC BERHAD

[Registration No. 200201003114 (570777-X)]
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Third Annual General Meeting ("23rd AGM") of the Company will be held at Function Room 2 & 3, Level 1 Main Lobby, Kuala Lumpur Golf & Country Club of 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan on Thursday, 4 December 2025 at 2.30 p.m. or at any adjournment thereof for the transaction of the following businesses:

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 30 June 2025 together with the Reports of the Directors and Auditors thereon. *Please refer to Note 1*
2. To approve the payment of a final single-tier dividend of 0.50 sen per ordinary share for the financial year ended 30 June 2025. *Ordinary Resolution 1*
3. To re-elect the following Directors who are retiring by rotation pursuant to Clause 105 of the Company's Constitution and being eligible, have offered themselves for re-election:-
a) Dato' Sri Ismail bin Ahmad *Ordinary Resolution 2*
b) Elisa Tan Mun-E *Ordinary Resolution 3*
4. To approve the Directors' fees amounting to RM624,000.00 for the period from the 23rd AGM of the Company up to the Twenty-Fourth Annual General Meeting ("24th AGM") of the Company. *Ordinary Resolution 4*
5. To re-appoint Messrs. TGS TW PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *Ordinary Resolution 5*
- Special Business**
To consider and if thought fit, to pass the following resolutions:-
6. **Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies Act 2016** *Ordinary Resolution 6*
"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act") and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors, may in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Malaysia Securities Berhad for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.
AND THAT in connection with the above, pursuant to Section 85(1) of the Act read together with Clause 61 of the Company's Constitution, the shareholders of the Company by approving this resolution are deemed to have waived their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank *pari passu* with the existing shares in the Company."
7. **Proposed Renewal of authority for the Company to purchase its own shares ("Proposed Renewal of Share Buy-Back Authority")** *Ordinary Resolution 7*
"THAT subject to the Act, the provisions of the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approval of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:-
i) the aggregate number of shares purchased or held as treasury shares does not exceed 10% of the total number of issued and paid-up shares of the Company as quoted on Bursa Securities as at the point of purchase;
ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares be backed by an equivalent amount of retained profits; and
iii) the Directors of the Company may decide either to retain the shares purchased as treasury shares, or cancel the shares, or retain part of the shares so purchased as treasury shares and cancel the remainder, or resell the shares, or transfer the shares or distribute the shares as dividends;
AND THAT the authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until:
i) the conclusion of the next AGM at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
ii) the expiration of the period within which the next AGM of the Company is required by law to be held; or
iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting; whichever occurs first.
AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto."
8. **Proposed Amendments to the Constitution of the Company** *Special Resolution 1*
"THAT the proposed amendments to the Company's Constitution, as annexed herewith as Appendix A, be and is hereby approved and adopted, with immediate effect.
AND THAT the Directors of the Company be and are hereby authorised to assent to any conditions, modification, variation and/or amendments as may be required by any relevant authorities, and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing."
9. To transact any other business of the Company for which due notice shall have been given.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT the Final Single-Tier Dividend of 0.50 sen per ordinary share in respect of the financial year ended 30 June 2025, if approved by shareholders at the forthcoming AGM, will be payable on 7 January 2026 to the shareholders whose names appear in the Record of Depositors of the Company at the close of business on 23 December 2025.

A Depositor shall qualify for entitlement only in respect of:

- a) shares transferred to the Depositor's Securities Account before 4.30 p.m. on 23 December 2025 in respect of transfer; and
- b) shares bought on Bursa Malaysia Securities Berhad on a cum-entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482 / SSM PC NO. 202208000250)

LOW VEN SIN (MAICSA 7076080 / SSM PC NO. 202208000340)

Company Secretaries

Wilayah Persekutuan, Kuala Lumpur

Date: 31 October 2025

NOTES:

1. The Audited Financial Statements laid at this meeting pursuant to Section 340(1)(a) of the Companies Act 2016 are meant for discussion only. It does not require shareholders' approval, and therefore, it shall not be put forward for voting.
2. A member entitled to attend and vote at this meeting is entitled to appoint a proxy/proxies to attend and vote instead of him. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
3. Where a member appoints more than one proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
4. The Form of Proxy, in the case of an individual, shall be signed by the appointor or his attorney, and in the case of a corporation, shall be executed under its Common Seal or under the hand of its attorney of the corporation duly authorised.
5. For the purpose of determining a member who shall be entitled to attend the 23rd AGM, the Company shall request Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 26 November 2025. Only a depositor whose name appears on the Record of the Depositor as at 26 November 2025 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.
6. To be valid, the proxy form duly completed and signed must be deposited at the Company's Share Registrar, Aldpro Corporate Services Sdn Bhd, B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1 Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof.

Explanatory Notes :

Item 1 of the Agenda - Audited Financial Statements for the financial year ended 30 June 2025

This item of the Agenda is for discussion purposes only, as Section 340(1)(a) of the Companies Act 2016 does not require the shareholders to formally approve the Audited Financial Statements. Therefore, this item will not be put forward for voting.

Ordinary Resolutions 2 & 3: Re-election of Directors who retire by rotation pursuant to Clause 105 of the Company's Constitution

Clause 105 of the Company's Constitution states that an election of Directors shall take place each year at the annual general meeting of the Company, where one-third of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third shall retire from office and be eligible for re-election, PROVIDED ALWAYS that Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of meeting at which he retires.

Dato' Sri Ismail bin Ahmad and Elisa Tan Mun-E are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election. For the purpose of determining the eligibility of the Directors to stand for re-election at the 23rd AGM, the Nomination Committee has considered and recommended Dato' Sri Ismail bin Ahmad and Elisa Tan Mun-E for re-election as Directors pursuant to Clause 105 of the Company's Constitution.

Ordinary Resolution 6 : Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies Act 2016

The proposed Ordinary Resolution 6 is the renewal of the mandate obtained from the members at the last Annual General Meeting held on 5 December 2024 ("the Previous Mandate"). The Previous Mandate was not utilised and accordingly no proceeds were raised. The proposed Ordinary Resolution 6, if passed, will provide flexibility to the Directors to undertake fund raising activities, including but not limited to placement of shares for the funding of the Company's future investments projects, working capital and/or acquisitions, by the issuance of shares in the Company to such persons at any time, as the Directors may deem fit, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of next Annual General Meeting of the Company.

Ordinary Resolution 7 : Proposed Renewal of Share Buy-Back Authority

The proposed Ordinary Resolution 7 if passed, will allow the Directors of the Company to exercise the power of the Company to purchase not more than ten percent (10%) of the total number of issued shares of the Company at any time within the time period stipulated in the Listing Requirements. This authority, unless revoked or varied by the Company at a general meeting, shall continue to be in full force until the conclusion of the next AGM of the Company. Further details are set out in the Statement to Shareholders dated 31 October 2025.

Special Resolution 1 : Proposed Amendments to the Constitution of the Company

The proposed amendments to the existing Clause of the Constitution of the Company ("Proposed Amendments") are made mainly to have express constitutional provisions to allow the appointment of proxy(ies) and/or representative(s) to attend, speak and vote at any general meeting/meeting of members of the Company and/or any adjournment thereof to be lodged via electronic means, to enhance administrative efficiency.

The shareholders' approval is being sought under a Special Resolution 1 for the Company to incorporate the Proposed Amendments into its existing Constitution. The Proposed Amendments to be made to the Constitution are listed as per Appendix A, which is circulated together with the Notice of 23rd AGM dated 31 October 2025.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

No notice of nomination has been received to date from any member nominating any individual for election as a Director at the AGM of the Company. There is therefore no individual standing for election as Director, save for the above Directors who are standing for re-election.

Further details of Directors standing for re-election as Directors are set out in their respective profiles which appear in the Board of Directors' Profile of this Annual Report and the details of their interests in the securities of the Company are disclosed in the Analysis of Shareholdings of this Annual Report.

Please refer to Explanatory Note 1 for information relating to general mandate for issue of securities.

Appendix A

Proposed Amendments to the Constitution of the Company

This is the Appendix A referred to in Special Resolution 1 of the Notice of 23rd AGM of the Company dated 31 October 2025. The Constitution of the Company to be amended in the following manner:

Clause	Existing Clause	Proposed Amendment
96	The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer. An instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand a poll on behalf of the appointor.	The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer. An instrument appointing a proxy to vote at a meeting (including the electronic proxy appointment and voting manner), shall be deemed to include the power to demand a poll on behalf of the appointor.
100	The instrument appointing a proxy and the power of attorney, or other authority (if any) under which it is signed, or a certified copy of such power or authority by a notary public, shall be deposited at the Office or at such other place within Malaysia, as is specified for that purpose in the notice convening the meeting, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument, proposes to vote or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default, the instrument of proxy shall not be treated as valid, PROVIDED ALWAYS that the Company may by written notice waive the prior lodgement of the above instrument appointing a proxy and the power of attorney or other authority.	The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority by a notary public, shall be deposited at the Office or at such other place within Malaysia, or be lodged by electronic means in the manner prescribed by the Company, as specified for that purpose in the notice convening the meeting, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument, proposes to vote or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default, the instrument of proxy shall not be treated as valid, PROVIDED ALWAYS that the Company may by written notice waive the prior lodgement of the above instrument appointing a proxy and the power of attorney or other authority.
102	A member of the Company is permitted to give the Company notice of termination of a person's authority to act as proxy not less than twenty-four (24) hours before the time appointed for holding the meeting. The notice of termination must be in writing and be deposited at the Office or at such other place within Malaysia.	A member of the Company is permitted to give the Company notice of termination of a person's authority to act as proxy not less than twenty-four (24) hours before the time appointed for holding the meeting. The notice of termination must be in writing or by electronic means in the manner prescribed by the Company and be deposited at the Office or at such other place within Malaysia.

ADMINISTRATIVE GUIDE FOR 23rd AGM

- Date & Day : 4 December 2025, Thursday
Time : 2.30 p.m. or at any adjournment thereof
Meeting Venue : Function Room 2 & 3, Level 1 Main Lobby, Kuala Lumpur Golf & Country Club of 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan, Malaysia
- Mode of Communication : E-mail your questions to info@excelforce.com.my and states “**Queries for AGM**” on the subject row.
Latest submission date is on 3 December 2025

PROCEDURES TO PARTICIPATE IN AGM

BEFORE AGM DAY

A. REGISTER AS PROXY

Individual Shareholder / Corporate Shareholder / Nominees Company

	Description	Procedure
i.	Submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is on 2 December 2025 at 2.30 p.m.</p> <p>a. *Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information:</p> <ul style="list-style-type: none">• MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy• *Email address of the Proxy <p>b. Submit/Deposit the hardcopy Form of Proxy to Company’s Share Registrar, Aldpro Corporate Services Sdn Bhd at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1 Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia.</p>

Shareholders who appoint Proxy(ies) to participate in the AGM must ensure that the hardcopy Form of Proxy is submitted not less than 48 hours before the time for holding the meeting or any adjourned meeting at which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid.

ON AGM DAY

B. REGISTRATION FOR INDIVIDUAL SHAREHOLDERS AND PROXY

	Description	Procedures
i.	Register yourself at the registration counter to receive e-voting ballots.	<ul style="list-style-type: none"> Registration will take place at the Meeting Venue at Function Room 2 & 3, Level 1 Main Lobby, Kuala Lumpur Golf & Country Club of 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan, Malaysia. The registration counter will open at 1.30 p.m. on 4 December 2025. Please present your original <u>identity card (“IC”) or passport</u> during registration for verification purposes. Note: You are NOT allowed to register on behalf of another person even with the original IC or passport of the other person. Once registered, you will be given an e-voting ballot to cast your vote. Note: Each shareholder will receive a unique e-voting ballot with QR code printed. Shareholders/Proxy are responsible for safeguarding their ballot. Please inform the registration counter immediately if your ballot is lost.

	Description	Procedures
ii.	Register yourself at the registration counter to receive e-voting ballots.	<ul style="list-style-type: none"> Registration will take place at the Meeting Venue at Function Room 2 & 3, Level 1 Main Lobby, Kuala Lumpur Golf & Country Club of 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan, Malaysia. The registration counter will open at 1.30 p.m. on 4 December 2025. Please present your <u>original identity card (“IC”) with proxy form, or corporate representative appointment letter</u> for verification during registration. Note: You are NOT allowed to register on behalf of another person even with the original IC or passport of the other person. Once registered, you will be given an e-voting ballot to cast your vote. Note: Each shareholder will receive a unique e-voting ballot with QR code printed. Shareholders/Proxy are responsible for safeguarding their ballot. Please inform the registration counter immediately if your ballot is lost.

C. VOTING

	Description	Procedures
i.	E-Voting	<p>Once the Chairman announces the opening of voting:</p> <p>a) Scan the QR code on the e-voting ballot or visit the support counter for assistance. Note: If your device does not have a built-in QR scanner, you will need to download third-party software to scan the QR code.</p> <p>b) After scanning the QR code, you will be directed to the AGM landing page. Please verify your details, then scroll down and click “Confirm Details & Start Voting.”</p> <p>c) To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click “Next” to continue voting for all resolutions.</p> <p>d) To change your vote, click the “Back” button and select another voting choice.</p> <p>e) After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click “Confirm” to submit your vote. Note: Please note that you are <u>not able</u> to change your voting choices after you have confirmed and submitted your votes.</p> <p>The support team will be available to assist you if you encounter any difficulties.</p>
ii.	View voting result	<p>Upon the Chairman’s announcement of the results:</p> <p>a) Scan the QR code on the e-voting ballot Note: If your device does not have a built-in QR scanner, you will need to download third-party software to scan the QR code.</p> <p>b) After scanning the QR code, you will be directed to the AGM landing page. Scroll down and click “View voting.”</p> <p>c) On the voting result page, you are able to see the results details page.</p>

1. ENTITLEMENT TO ATTEND AND VOTE AT AGM

- Only members whose names appear on the Record of Depositors of the Company as at **26 November 2025** shall be eligible to attend the AGM or appoint proxies to attend and vote on their behalf.

2. PROXY

- A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. Where a member appoints two proxies, the appointment shall not be valid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- The Form of Proxy shall not be treated as valid unless the posted Form is received or the Form is deposited at the Company's Share Registrar, Aldpro Corporate Services at B-21-1, Level 21, Tower B, Northpoint Mid Valley, No. 1 Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof. Forms of Proxy transmitted by fax or email will not be accepted. The Company will not accept any photocopies of the form of proxy in place of the original signed copy.

ADDITIONAL INFORMATION

Voting Procedure

Agmo Digital Solutions Sdn Bhd and KW Ng & Co. will be appointed to conduct the polling process and verify the results of the poll, respectively.

No Door Gift or e-Voucher or Food Voucher

There will be no door gift or e-Voucher or food voucher given at this AGM.

Enquiry

- a) For enquiries relating to the AGM, please contact Excel Force MSC Berhad during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Email: info@excelforce.com.my

- b) For enquiries relating to e-voting or issues encountered during registration, log in, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Live chat: <https://web.vote2u.my>

Telephone Number: 03-7664 8520 / 03-7664 8521

Email: vote2u@agmostudio.com